

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. 2256

**CERTIFICATION OF COUNSEL REGARDING NOTICE OF FILING OF
TWENTY-SECOND POST-CLOSING DESIGNATION NOTICE**

The undersigned counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”) hereby certify as follows:

1. On January 2, 2025, the Bankruptcy Court entered the *Order (I) Approving the Asset Purchase Agreement, (II) Authorizing and Approving the Sale of Certain of the Debtors’ Assets Free and Clear of All Claims, Liens, Rights, Interests, Encumbrances, and Other Assumed Liabilities and Permitted Encumbrances, (III) Authorizing and Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief* [D.I. 1556] (the “**Sale Order**”).²

2. On March 17, 2025, pursuant to the Sale Order, the Debtors filed the *Notice of Twenty-Second Post-Closing Designation Notice* [D.I. 2256] (the “**Notice**”). Attached as

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms not defined herein are used as defined in the Sale Order.

Exhibit A to the Notice was the *Notice of Designation of Designated Asset* from Gordon Brothers Retail Partners, LLC (“**GBRP**”) that designated fifteen of the Debtors’ unexpired leases of nonresidential real property (the “**Leases**” on the “**Lease Schedule**”) for assumption by the Debtors and assignment to the Tractor Supply Company or an affiliate thereof (“**TSC**”), and identified the landlord associated with each Lease (collectively, the “**Landlords**”).

3. Attached as Exhibit C to the Notice was a proposed form of order (the “**Proposed Order**”) approving the assumption and assignment for the Leases scheduled on the Lease Schedule and the Cure Costs were set forth on Exhibit B to the Notice.

4. Pursuant to the Notice, objections to the assumption and assignment of the Leases were to be filed no later than March 31, 2025, at 4:00 p.m. (ET).

5. To date, the Debtors, GBRP and TSC have not received any informal or formal objection from landlords for fourteen of the designated Leases set forth on the Notice (the “**CNO Leases**”), and the landlords for Stores 1982, 4512, 4696 and 5130 have agreed to reductions of the Cure Costs for their respective Leases. The landlord for the one remaining Lease (the “**Moline Lease**”) provided informal comments and the parties have agreed on a revised form of order for the Moline Lease that will be filed under a separate certification of counsel. A revised Lease Schedule (the “**Revised Lease Schedule**”) is attached as Exhibit A to the CNO Order. A redline comparing the Revised Lease Schedule to the Lease Schedule is attached as Exhibit 2 hereto.

6. Pursuant to paragraphs 45 and 46 of the Sale Order, the fourteen (14) day period to file objections with the Court to the relief set out in the Proposed Order has expired, and the Debtors, GBRP and TSC now request that the Court enter the Proposed Order, attached hereto as Exhibit 1, solely with respect to the CNO Leases.

WHEREFORE, the Debtors respectfully request that the Court enter the Proposed Order at its earliest convenience.

Dated: April 8, 2025
Wilmington, Delaware

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